

Receipt Number: 11522

File Number **DB056507**



ARTICLES_OF_INCORPORATION

For

PRUETT COMPANIES, INCORPORATED

Filed at the request of:

MITCH PRUETT
6117 S MUSTANG CIRCLE
SIOUX FALLS SD 57108

State of South Dakota
Office of the Secretary of State

Filed in the office of the Secretary of State on: **Wednesday, December 14, 2011**


Secretary of State

Fee Received: \$150.00

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

Certificate of Incorporation Business Corporation

ORGANIZATIONAL ID #: DB056507

I, **Jason M. Gant**, Secretary of State of the State of South Dakota, hereby certify that the Articles of Incorporation of **PRUETT COMPANIES, INCORPORATED** duly signed and verified, pursuant to the provisions of the South Dakota Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY, and by virtue of the authority vested in me by law, I hereby issue this Certificate of Incorporation and attach hereto a duplicate of the Articles of Incorporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused to be affixed the Great Seal of the State of South Dakota, in Pierre, the Capital City, this December 14, 2011.



Jason M. Gant
Secretary of State

Secretary of State Office
500 E Capitol Ave
Pierre, SD 57501
(605)773-4845

ARTICLES OF INCORPORATION DOMESTIC BUSINESS CORPORATION

Please Type or Print Clearly in Ink

Please submit one Original and one Photocopy

FILING FEE: \$150 payable to SECRETARY OF STATE

RECEIVED

DEC 14 2011

S.D. SEC. OF STATE

Telephone # 6053212275

FAX #

Filed this 14th day of Dec 2011
[Signature]
SECRETARY OF STATE

Required Articles

Article I

The name of the corporation is Pruett Companies, Incorporated

Note: The name must include the term corporation, incorporated, company, limited or the applicable abbreviation.

Article II

The number of shares the corporation is authorized to issue 2000

Article III

The address of the principal executive office in or out of the State of South Dakota.

6117 S Mustang Cir	Sioux Falls	<input checked="" type="checkbox"/> SD	<input checked="" type="checkbox"/> 57108
Street Address	City	State	ZIP+4
6117 S Mustang Cir	Sioux Falls	<input checked="" type="checkbox"/> SD	<input checked="" type="checkbox"/> 57108
Mailing Address (Optional)	City	State	ZIP+4

Article IV

The South Dakota Registered Agent name Mitchell Pruett

<u>6117 S Mustang Cir</u>	<u>Sioux Falls</u>	<input checked="" type="checkbox"/> <u>SD</u>	<input checked="" type="checkbox"/> <u>57108</u>
Street Address or Rural Route Box Number in This State and	City	State	ZIP+4
<u></u>	<u></u>	<input type="checkbox"/>	<input type="checkbox"/>
Mailing Address in This State, if Different from Street Address	City	State	ZIP+4

When listing a Commercial Registered Agent, please state their CRA #.
This number can be obtained from the Commercial Registered Agent.

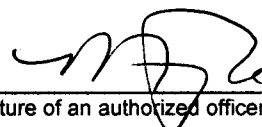
Article V

The name and address of each incorporator (one or more persons – person includes an individual or entity)

Mitchell R. Pruett	6117 S Mustang Circle	Sioux Falls	<input checked="" type="checkbox"/> SD	<input checked="" type="checkbox"/> 57108
Incorporator	Street Address	City	State	ZIP+4
Incorporator	Street Address	City	State	ZIP+4
Incorporator	Street Address	City	State	ZIP+4
Incorporator	Street Address	City	State	ZIP+4
Incorporator	Street Address	City	State	ZIP+4

This document must be executed by the chair of the board of directors, by its president, or by another of its officers. If directors have not been selected or the corporation has not been formed, an incorporator may execute the document.

Dated _____


 (Signature of an authorized officer)

Mitchell R. Pruett
 (Printed Name)

President
 (Title)

Optional Provisions

Any of the optional articles may be added by attachment.

The names and addresses of the individuals who are to serve as the initial directors

- (1) Provisions not inconsistent with law regarding:
 - (a) The purpose or purposes for which the corporation is organized;
 - (b) Managing the business and regulating the affairs of the corporation;
 - (c) Defining, limiting, and regulating the powers of the corporation, its board of directors and shareholders;
 - (d) A par value for authorized shares or classes of shares; and
 - (e) The imposition of personal liability on shareholders for the debts of the corporation to a specified extent and upon specified conditions;
- (2) Any provision that under this chapter is required or permitted to be set forth in the bylaws;
- (3) A provision eliminating or limiting the liability of a director to the corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for the amount of a financial benefit received by a director to which the director is not entitled; an intentional infliction of harm on the corporation or the shareholders; a violation of SDCL 47-1A-833; or an intentional violation of criminal law;
- (4) A provision permitting or making obligatory indemnification of a director for liability, as defined in subdivision 47-1A-850(5), to any person for any action taken, or any failure to take any action, as a director, except liability for receipt of a financial benefit to which the director is not entitled; an intentional infliction of harm on the corporation or its shareholders; a violation of 47-1A-833.1; or an intentional violation of criminal law; and
- (5) Any provision limited or denying preemptive rights to acquire additional or treasury shares of the corporation.